

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF SOUTH CAROLINA

IN RE SAFETY-KLEEN CORP.
BONDHOLDERS LITIGATION

Consol. Case No. 3-00-1145 17

**ORDER GRANTING LEAD PLAINTIFFS' MOTION FOR LEAVE TO RETAIN A
COLLECTION AGENCY ON A CONTINGENT FEE BASIS, AND FOR
REIMBURSEMENT OF EXPENSES AND AN AWARD OF
ATTORNEYS' FEES FROM ANY RECOVERY FROM
DEFENDANTS KENNETH W. WINGER AND PAUL R. HUMPHREYS**

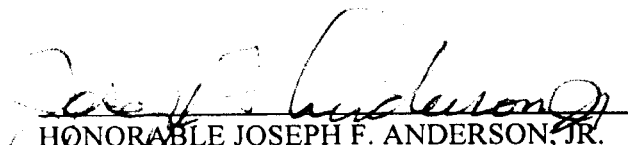
IT IS HEREBY ORDERED THAT the law firm of Grant & Eisenhofer P.A., as Lead Counsel for the Class, may take the following actions without further Court approval in connection with the collection of the \$163,512,420 judgment entered by this Court in favor of the Class and against defendants Kenneth W. Winger and Paul R. Humphreys (the "Judgment"):

1. Retain one or more collection agencies to assist in the collection of the Judgment;
2. Enter into a compensation arrangement with the collection agency(ies) whereby the agency(ies) will be paid a contingent fee, to be negotiated by Lead Counsel in its sole discretion, which shall be payable out of any proceeds collected for the benefit of the Class through the assistance of said collection agency(ies);
3. Apply the proceeds collected from defendants Winger and Humphreys as follows:
 - (a) First, to pay the contingent fee owed to the collection agency(ies);
 - (b) Second, to reimburse any expenses incurred by Lead Counsel in connection with their efforts to collect on the Judgment;

- (c) Third, to pay 18% of the balance to Lead Counsel, which amount the Court hereby awards to Lead Counsel as attorneys' fees in connection with their efforts in obtaining the Judgment; and
- (d) Fourth, to distribute the balance to the Class members in accordance with the same proportions by which the proceeds of the settlements of the Action are allocated to Class members.

The Court hereby finds that the above-described application of any proceeds collected on the Judgment is fair and reasonable to the Class.

DATED: May 23, 2005


HONORABLE JOSEPH F. ANDERSON, JR.
UNITED STATES DISTRICT JUDGE